

Electronically Recorded

Official Public Records

Tarrant County Texas

9/14/2010 3:00 PM

D210225495


Suzanne Henderson

L055874C

PGS 10 \$52.00

Submitter: SIMPLIFILE

Electronically Recorded
Chesapeake Operating, Inc.

EXTENSION AND AMENDMENT OF OIL, GAS, AND MINERAL LEASE

STATE OF TEXAS

§

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF TARRANT

§

WHEREAS, **Adelaide Griffin and Harold B. Griffin**, whose address is 4100 Moores Lane, Apt. 230, Texarkana, Texas 75503 executed that certain Oil, Gas and Mineral Lease dated October 3, 2005 unto **Dale Resources, LLC**, ("Lessee") which is recorded by memorandum in D205355105 of the Official Records of Tarrant County, Texas, covering lands more specifically described therein (the "Lease"); and,

WHEREAS, an amendment to the Lease was recorded in D208392497 of the Official Records of Tarrant County and such amendment, among other things, recites the conveyance of a mineral deed from **Adelaide Griffin, as Independent Executor of the Estate of Adelaide J. Griffin** to **Adelaide Griffin and Harold Brooks Griffin, Jr.** as recorded in D208244752 of the Official Records of Tarrant County; and,

WHEREAS, an extension to the primary term of the lease was recorded in D208420819 of the Official Records of Tarrant County; and,

WHEREAS, **Chesapeake Exploration L.L.C.** is the current owner of the Lease;

NOW THEREFORE, for the mutual benefit of both parties, which is hereby acknowledged, the lease is hereby extended and amended as follows

The primary term is now considered to be seven (7) years from the October 3, 2005 signing of the Lease.

The clause, "provided all Lessor's land covered by this lease is included in the unit", shall be stricken from the paragraph in the amendment which modifies Provision 7 of the Lease.

The second paragraph of Section 22 of the lease shall be replaced with the following:

Lessee may build and use no more than one (1) drillsite on the Land. The drillsite may not exceed 3.3 acres. In addition to the drillsite, Lessee may also build and use one frac pond on the Land; however, the frac pond may not exceed 1.1 acres. Attached hereto and incorporated herein for all purposes as Exhibit A is a site plan/aerial photograph depicting the location of the drill site and frac pond agreed upon by the parties. Any substantial deviation of the location of the drillsite or the frac pond shall require the written consent of Lessor. Upon the expiration of the Primary Term, or, if this Lease is maintained beyond the Primary Term by continuous drilling, upon the expiration of the continuous drilling period, Lessee shall obtain a survey showing the location of each drillsite, road, pipeline, and frac pond then located on the Land and shall prepare and deliver to Lessor a release in recordable form, releasing Lessee's right to use any other portion of the surface not designated as a road, drillsite, pipeline, or frac pond location on the survey.

It is understood and agreed by the parties hereto that the provisions hereof shall supersede any provisions to the contrary in the Lease, previous amendments, and extensions thereof. For adequate consideration, Lessor does hereby adopt, ratify and confirm the Lease, as extended and amended hereby, and does hereby stipulate that the Lease remains in full force and effect. Insofar as is necessary, Lessor does hereby lease, let, and demise to Lessee the lands covered by the Lease, pursuant to the terms and provisions of the Lease, as of the Effective Date set forth herein.

The terms and provisions hereof shall be binding upon the parties hereto, their respective heirs, legatees, devisees, personal representatives, successors and assigns.

IN WITNESS WHEREOF, this instrument is hereby made effective as of the 16 day of July, 2010, regardless of the actual date of execution and acknowledgment by any or all of the parties constituting the Lessor herein.

LESSORS:

Adelaide Griffin, Attorney-in-Fact
Harold B. Griffin by his attorney-in-fact, Adelaide Griffin

Adelaide Griffin
Adelaide Griffin

Harold B. Griffin, Jr.

LESSEE:

CHESAPEAKE EXPLORATION, L.L.C.,
an Oklahoma limited liability company

By: Henry J. Hood
Henry J. Hood, Senior Vice President -
Land and Legal & General Counsel

*not
CJA*

TOTAL E&P USA, INC.

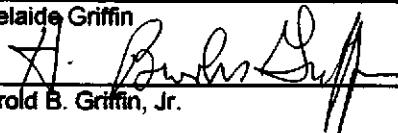
By: Eric Bonnin
Name: Eric Bonnin
Title: Vice President, Business Development & Strategy

IN WITNESS WHEREOF, this instrument is hereby made effective as of the 10 day of July, 2010, regardless of the actual date of execution and acknowledgment by any or all of the parties constituting the Lessor herein.

LESSORS:

Harold B. Griffin by his attorney-in-fact, Adelaide Griffin

Adelaide Griffin



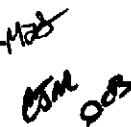
Harold B. Griffin, Jr.

LESSEE:

CHESAPEAKE EXPLORATION, L.L.C.,
an Oklahoma limited liability company

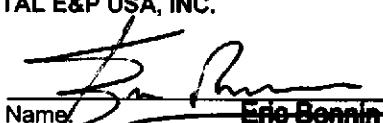
By:

Henry J. Hood, Senior Vice President –
Land and Legal & General Counsel


HSB 9/07

TOTAL E&P USA, INC.

By:


Eric Bonnin

Name: Eric Bonnin
Title: Vice President, Business Development & Strategy


EB 9/07

ACKNOWLEDGEMENTS

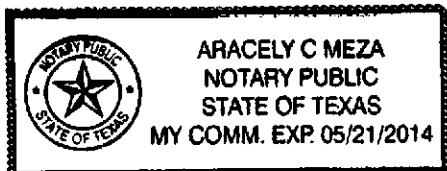
THE STATE OF TEXAS

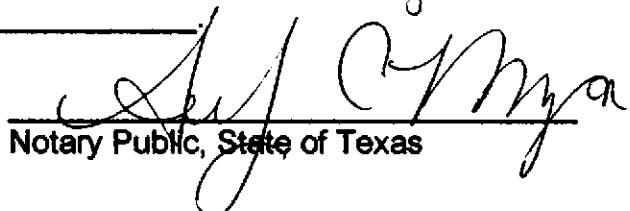
§

COUNTY OF Denton

§
§

This instrument was acknowledged before me on this the 12 day of August,
2010, by Adelaide Griffin.




Notary Public, State of Texas

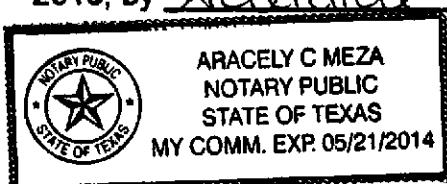
THE STATE OF TEXAS

§

COUNTY OF Denton

§
§

This instrument was acknowledged before me on this the 12 day of August,
2010, by Adelaide Griffin.




Notary Public, State of Texas

THE STATE OF TEXAS

§

COUNTY OF _____

§
§

This instrument was acknowledged before me on this the _____ day of _____,
2010, by _____.


Notary Public, State of Texas

STATE OF OKLAHOMA

§

COUNTY OF OKLAHOMA

§
§

This instrument was acknowledged before me on this _____ day of
2010 by Henry L Hood as Senior Vice President - Land and Leasing

ACKNOWLEDGEMENTS

THE STATE OF TEXAS
COUNTY OF _____

This instrument was acknowledged before me on this the _____ day of _____, 2010, by _____.

Notary Public, State of Texas

THE STATE OF TEXAS
COUNTY OF _____

This instrument was acknowledged before me on this the _____ day of _____, 2010, by _____.

Notary Public, State of Texas

THE STATE OF TEXAS
COUNTY OF _____

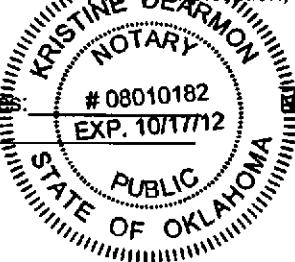
This instrument was acknowledged before me on this the _____ day of _____, 2010, by _____.

Notary Public, State of Texas

STATE OF OKLAHOMA
COUNTY OF OKLAHOMA

This instrument was acknowledged before me on this 17 day of August, 2010, by Henry J. Hood, as Senior Vice President - Land and Legal & General Counsel of Chesapeake Exploration, L.L.C. on behalf of said limited liability company.

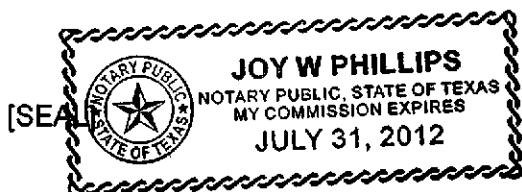
My Commission Expires: # 08010182
Commission Number: EXP. 10/17/12

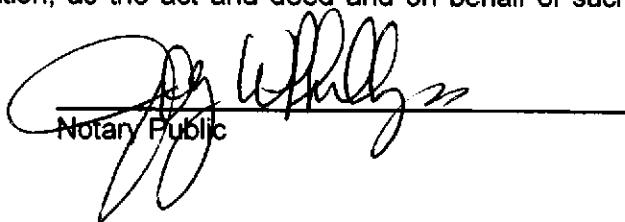


ACKNOWLEDGMENTS

STATE OF TEXAS)
COUNTY OF HARRIS)
) §:

The foregoing instrument was acknowledged before me this 30th day of August,
2010, by Eric Bonnia, Vice President Business Development? Strategy,
of TOTAL E&P, USA, Inc., a Delaware corporation, as the act and deed and on behalf of such
corporation.





Joy W Phillips
Notary Public

ACKNOWLEDGEMENTS

THE STATE OF TEXAS
COUNTY OF _____

This instrument was acknowledged before me on this the _____ day of _____, 2010, by

Notary Public, State of Texas

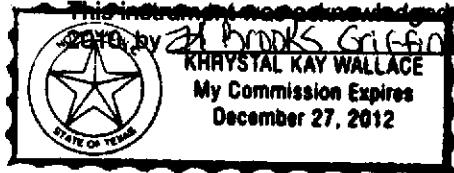
THE STATE OF TEXAS
COUNTY OF _____

This instrument was acknowledged before me on this the _____ day of _____, 2010, by

Notary Public, State of Texas

THE STATE OF TEXAS
COUNTY OF Kaufman

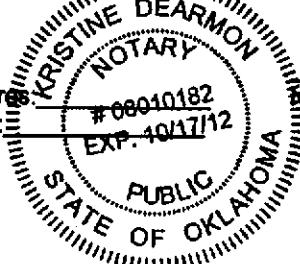
This instrument was acknowledged before me on this the 10 day of August.



Kristal A. Wallace
Notary Public, State of Texas

STATE OF OKLAHOMA
COUNTY OF OKLAHOMA

This instrument was acknowledged before me on this 17 day of August, 2010, by Henry J. Hood, as Senior Vice President - Land and Legal & General Counsel of Chesapeake Exploration, L.L.C. on behalf of said limited-liability company.

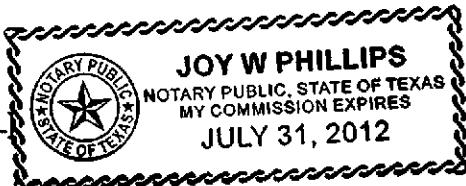


ACKNOWLEDGMENTS

STATE OF TEXAS)
COUNTY OF HARRIS) \$:

The foregoing instrument was acknowledged before me this 30th day of August
2010, by Eric Bonnin as Vice President, Business Development & Strategy
of TOTAL E&P, USA, Inc., a Delaware corporation, as the act and deed and on behalf of such
corporation.

[SEAL]



Joy W Phillips
Notary Public

Griffin

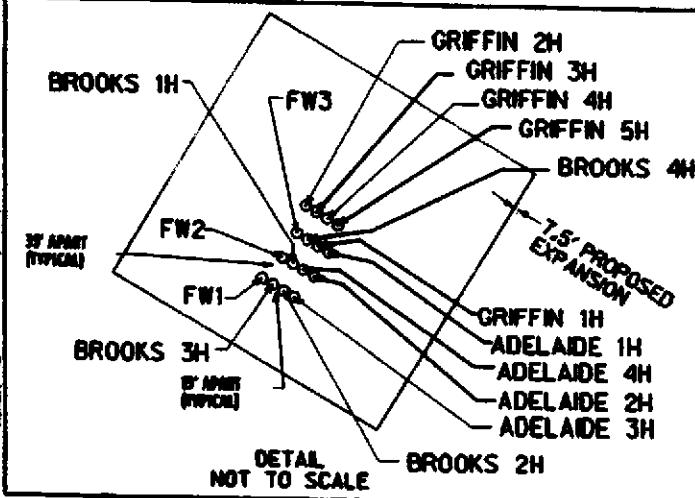
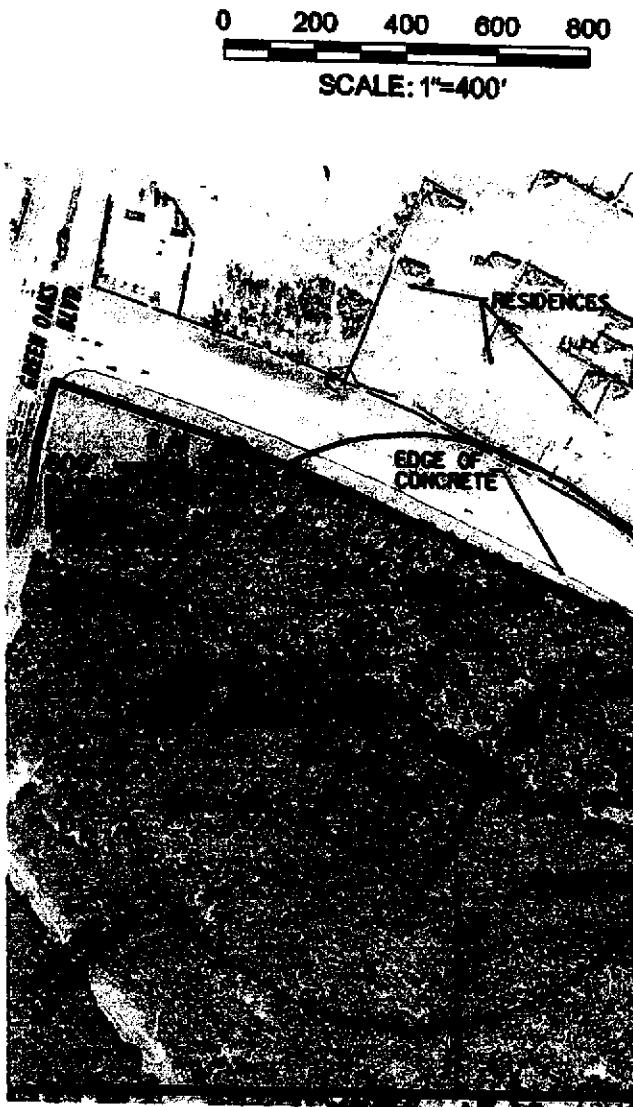
GRIFIN PAD

Adelaide

Brooks

GRiffin WELL PAD	NORTHING (NAD27)	EAST. (NAD27)	LATITUDE (NAD27)	LONGITUDE (NAD27)	NORTHING (NAD83)	EASTING (NAD83)	LATITUDE (NAD83)	LONGITUDE (NAD83)
ADELAIDE 1H SHL	383255.9	2098716.0	32.719732	97.179016	6947385.1	2374649.7	32.719854	97.179306
ADELAIDE 2H SHL	383225.8	2098698.1	32.719650	97.179075	6947354.9	2374632.1	32.719782	97.179365
ADELAIDE 3H SHL	383195.6	2098673.6	32.719578	97.179155	6947328.4	2374607.8	32.719710	97.179445
ADELAIDE 4H SHL	383175.5	2098655.3	32.719571	97.179117	6947302.4	2374618.1	32.719803	97.179406
Brooks 1H SHL	383241.2	2098672.4	32.719692	97.179159	6947370.0	2374606.2	32.719824	97.179448
Brooks 2H SHL	383201.2	2098660.7	32.719599	97.179187	6947335.9	2374594.9	32.719731	97.179485
Brooks 3H SHL	383214.9	2098647.8	32.719620	97.179238	6947343.4	2374581.9	32.719752	97.179528
Brooks 4H SHL	383271.1	2098650.3	32.719175	97.179100	6947400.2	2374623.8	32.719907	97.179380
GRiffin FW1	383222.5	2098635.0	32.719641	97.179280	6947351.0	2374568.9	32.719773	97.179570
GRiffin FW2	383248.8	2098653.4	32.719713	97.179201	6947377.5	2374593.2	32.719845	97.179490
GRiffin FW3	383276.9	2098677.3	32.719796	97.179142	6947407.8	2374610.8	32.719928	97.179432
GRiffin 1H SHL	383263.6	2098703.2	32.719754	97.179058	6947392.7	2374636.8	32.719885	97.179348
GRiffin 2H SHL	383112.8	2098688.6	32.719659	97.179105	6947441.7	2374621.7	32.720021	97.179385
GRiffin 3H SHL	383105.2	2098704.5	32.719858	97.179063	6947434.3	2374634.7	32.720000	97.179353
GRiffin 4H SHL	383297.5	2098714.3	32.719847	97.179022	6947426.6	2374647.6	32.719979	97.179311
GRiffin 5H SHL	383289.8	2098721.2	32.719825	97.179080	6947412.1	2374660.6	32.719957	97.179269

0 200 400 600 800
SCALE: 1"=400'



Record & Return To:
Chesapeake Operating, Inc.
P.O. Box 18496
Oklahoma City, OK 73154

GRiffin SURFACE USE PLAT FOR CHESAPEAKE OPERATING, INC.

CITY OF ARLINGTON
TARRANT COUNTY, TEXAS
DATED: April 28, 2010

 HALFF

3801 PARKWOOD BLVD. SUITE 500, FRISCO, TEXAS 75034
TEL (214) 618-4570 FAX (214) 618-4574
SCALE: 1"=400' AVO124521

NOTES

GRiffin PAD AND WELLS HAVE
NOT BEEN STAKED AS OF THE DATE
OF THIS PLAT

ALL COORDINATES LISTED ARE IN GRID AND BASED
ON THE TEXAS STATE PLANE COORDINATE SYSTEM,
NORTH CENTRAL TEXAS ZONE 4202.

AERIAL DRAWING IS USED ONLY FOR REFERENCE
AND IS NOT TO SCALE.

Chesapeake